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February 8, 2017

Via Overnight Mail

Director, Air Enforcement Division
U.S. Environmental Protection Agency
MC 2242A
1200 Pennsylvania Avenue NW
Washington, D.C. 20460

Chief, Air Compliance Branch
USEPA Region 2
290 Broadway - 21st Floor
New York, NY 10007-1866

Chief, Environmental Enforcement Section
Environment and Natural Resources Division
US Department of Justice
Box 7611 Ben Franklin Station
Washington, D.C. 20044-7611
Re: DOJ No. 90-5-2-1-09608

Puerto Rico Environmental Quality Board
Pedro Nieves Miranda, Chairman
Attn: Luis R. Sierra Torres, Manager Air Quality Area
PO Box 11488
San Juan, PR 00910

Re: San Juan Transfer of Ownership/Operation Notification

To Whom It May Concern:

On behalf of Essroc Cement Corp. ("Essroc"), I am hereby submitting this letter to notify the USEPA and the affected states/agencies of a potential transfer of ownership and operation of Essroc's San Juan, Puerto Rico facility, pursuant to Section II (Applicability), Paragraph 4 of the Consent Decree, entered February 12, 2012, Civil Action No. 11-1650.

On July 1, 2016, Lehigh Cement Company's parent corporation, HeidelbergCement AG closed a stock acquisition of Italcementi S.p.A., the parent company of Essroc. Essroc currently owns four Portland cement manufacturing plants in the United States. The facilities are located in Logansport and Speed, Indiana, Nazareth, Pennsylvania, and San Juan, Puerto Rico. The July 1, 2016 stock acquisition also included an Essroc Portland cement manufacturing facility located

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in Martinsburg, West Virginia; that facility was subsequently sold by Essroc/Lehigh to Cementos Argos S.A. in November 2016. At this time, Essroc/Lehigh is in the process of completing an asset sale of the San Juan, Puerto Rico facility with Cementos Argos S.A.

Section II, Paragraph 4 of the Consent Decree requires that Essroc provide a copy of the Consent Decree to the proposed transferee thirty days prior to any transfer of ownership or operation of any facility identified in Paragraph 7(t) of the Consent Decree. Essroc's San Juan, Puerto Rico facility is identified in Paragraph 7(t)(6) of the Consent Decree. Pursuant to Section II (Applicability), Paragraph 4 of the Consent Decree, Essroc must also provide written notice of the prospective transfer, together with a copy of the proposed written agreement to USEPA, the United States, and the Affected States in accordance with Section XIX (Notices) of the Consent Decree. This letter is intended to satisfy Essroc's notice requirement under the Consent Decree, regarding the sale of the San Juan facility. At this juncture, the asset purchase agreement is being finalized. As soon as the agreement is finalized, we will send a copy to all required parties listed in Section XIX (Notices) of the Consent Decree.

In the interim, please do not hesitate to contact me if you have any questions.

Sincerely,



Brian S. Montag

cc: Thomas Benson, DOJ (via electronic and overnight mail)